



**BOARD DEVELOPMENT
PROCESS**

BOARD FUNDAMENTALS TOOLKIT

**SELF-ASSESSMENT
FOR
CHAPTER BOARDS**

**American Red Cross
Volunteer Resources, National Headquarters
March 1999**

BOARD FUNDAMENTALS TOOLKIT

Introduction

This *Board Fundamentals Toolkit* includes 24 separate tools to be used by chapter chairpersons, board members, chapter managers, or any paid or volunteer staff designated to assist with chapter board development. Volunteer Resources, national headquarters developed this toolkit to work as a companion piece with the *Self-Assessment for Chapter Boards* instrument. We appreciate the contribution from paid and volunteer staff at national headquarters and in the field. The materials are designed for use by all Red Cross chapters, regardless of their size, the size of their boards, or their geographic location.

What are the Tools?

Each of the 24 tools contains helpful and practical information that a chapter needs to know to develop and maintain a high performing board of directors. Some of the tools are educational, providing a mini-course on a specific topic (see Tools #1, 2, 5, 19). Some are process-oriented, with a sequence of steps to achieve a particular outcome (see Tool #4). Others include templates, guidelines, sample job descriptions, and other instruments that chapter board and committee members can use in carrying out their responsibilities (see Tools #6, 8,12, 24). All of the tools address specific topics of interest to Red Cross local boards.

How this Toolkit and the Self-Assessment for Chapter Boards Fit Together

The *Self-Assessment for Chapter Boards* instrument contains seven modules, each addressing an area of board responsibility and authority. The first module, entitled “Board Fundamentals,” provides a self-assessment on 17 topic areas. When a chapter board completes the Board Fundamentals Module in the 17 topic areas, it can then identify areas of board performance that are strong as well as areas that need improvement.

The *Board Fundamentals Toolkit* is intended to assist the board with areas that need improvement. You may need to use only one tool or you may find that all 24 tools are useful. This toolkit includes a “**Reference Key**” that cross-references the 17 Board Fundamentals topic areas used in the *Self-Assessment for Chapter Boards* instrument. For each of these 17 topic areas we have listed three types of helpful references:

- *Toolkit Resources*
- *Red Cross Resources*
- *External Resources*

Chapter boards may choose all or some of the references to help them strengthen their performance.

Following the reference key you will find the “**Tools Index**” listing the tool number and the name of the tool.

**Notes: The Board Fundamentals Toolkit is only available on CrossNet. If you have questions about this toolkit please contact Volunteer Resources, national headquarters 703-248-4340. The Board Fundamentals Toolkit was created and released in March 1999.*

HOW TO USE THE TOOLKIT

We recommend that you follow the steps below in order to derive the maximum benefit from the *Self-Assessment for Chapter Boards*, Board Fundamentals Module and the *Board Fundamentals Toolkit*:

1. Complete the *Self-Assessment for Chapter Boards*, Board Fundamentals Module, including the Composite Board Profile Grid at the end of the instrument.
2. Determine which specific areas need to be strengthened. These are normally the questions in which the “Needs Improvement”, “No” or “Not Sure” responses are 20% or higher (see “Analyzing the Composite Board Profile”). If there are several areas that need development the board may want to decide, as a group, how to prioritize their focus.
3. Identify who will review the available resources and make recommendations for corrective action to the board. This task could be assigned to a standing committee, a special workgroup or the executive committee.
4. Refer to the following Toolkit Reference Key for resources that would be helpful in addressing the identified area of weakness. The Toolkit Reference Key lists each question number from the Board Fundamentals Module and corresponding resources to strengthen the board’s functioning in that area.
5. Distribute the identified resources from the Toolkit Reference Key to the responsible group. The toolkit provides three types of resources:
 - *Toolkit Resources* are included following the Toolkit Reference Key.
 - *Red Cross Resources* are available on CrossNet or through General Services Division. GSD products can be ordered by calling 1 (800) 969-8890 or by accessing the on-line catalog on CrossNet.
 - *External Resources* are available for purchase through the National Center for Nonprofit Boards (NCNB). Chapters may order these resources by calling 1 (800) 883-6262, or by accessing their web site at www.ncnb.org.
6. Identify additional resources from local non-profit organizations, community agencies or universities that could strengthen functioning in the identified areas.
7. Make recommendations for corrective actions to the full board.
8. Continue to use the *Self-Assessment for Chapter Boards* as part of the board’s ongoing assessment process.

TOOLKIT REFERENCE KEY
Self-Assessment for Chapter Boards: Board Fundamentals Module

| Topic Area | Self-Assessment Statement # | Resource Location |
|--|-----------------------------|---|
| Critical areas of board responsibility | 1.a. | <i>Toolkit Resources:</i> Governance & Management, Tool #2 <i>Red Cross Resources:</i> Chapter Strategic Planning Workbook, GSD #A11011 |
| | 1.b. | <i>Red Cross Resources:</i> Financial Manual of Policy & Procedures, GSD #4500 series; most current version is on CrossNet <i>External Resources:</i> The Audit Committee: A Key to Financial Accountability for Nonprofit Organizations, Johnson, National Center for Nonprofit Boards (NCNB) |
| | 1.c. | <i>Red Cross Resources:</i> Manual for Financial Development: Fundraising Made Easy, GSD #FC32 Building Board Fund-Raising Capacity Workshop, GSD #A4077 Financial Development Self Analysis; available through Red Cross regional development managers <i>External Resources:</i> The Board's Role in Public Relations & Communications, Fitzpatrick NCNB Speaking of Money: A Guide to Fund Raising for Nonprofit Board Members, NCNB |
| | 1.d. | <i>External Resources:</i> The Board's Role in Public Relations & Communications, Fitzpatrick, NCNB |
| | 1.e. | <i>Red Cross Resources:</i> Handbook of Corporate Governance & Board of Governors Policies, Board of Governors Policy Manuals, Parts I & II, only available on CrossNet |
| | 1.f. | <i>External Resources:</i> Hiring the Chief Executive: A Practical Guide to the Search & Selection Process, Albert, NCNB |

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| Adherence to bylaws | 2.a. | <i>Red Cross Resources:</i> Handbook of Corporate Governance & Board of Governors Policies, Board of Governors Policy Manual, Part II, Standard Chapter Bylaws, Section 6.1, only available on CrossNet |
| | 2.b. | <i>Toolkit Resources:</i> Hierarchy of Corporate Policy & Regulations, Tool #1 <i>Red Cross Resources:</i> Handbook of Corporate Governance & Board of Governors Policies, only available on CrossNet |
| Ongoing role of the Nominating/ Board Development Committee | 3.a. | <i>Toolkit Resources:</i> Nominating a Dynamic Slate, Tool #4 Building a High-Performing Board, Tool #5 Prospecting Visit, Tool #6 Exit Interview for Board Members, Tool #8 <i>Red Cross Resources:</i> Nominating and Developing the Chapter Board, only available on CrossNet |
| | 3.b. | <i>Toolkit Resources:</i> Nominating a Dynamic Slate, Tool #4 <i>Red Cross Resources:</i> Achieving Diversity in the American Red Cross, GSD #A7179 Serving the Diverse Community, GSD #329750 |
| | 3.c. | <i>External Resources:</i> Building Boards that Work, video workshop, NCNB Six Keys to Recruiting, Orienting & Involving Nonprofit Board Members, Grumman Nelson, NCNB |
| Annual meeting | 4. | <i>Toolkit Resources:</i> Planning a Successful Annual Meeting, Tool #22 <i>Red Cross Resources:</i> Handbook of Corporate Governance & Board of Governors Policies, Board of Governors Policy Manual, Part II, Standard Chapter Bylaws, Section 6.1, only available on CrossNet |

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| Board member orientation | 5. | <p><i>Toolkit Resources:</i></p> <p>Governance & Management, Tool #2 Ongoing Duties of a Red Cross Board, Tool #3 Providing Staff Support to Board & Committees, Tool #16 Building a High-Performing Board, Tool #5 Agenda for New Board Member Orientation, Tool #7 How to be an Effective Board Member, Tool #20 Who Does What?, Tool #21 Sample Board Member Job Description, Tool #23</p> <p><i>Red Cross Resources:</i></p> <p>You're in Good Company: American Red Cross Orientation, GSD #A2671, Video: GSD #A2671V</p> |
| Board & committee job descriptions | 6. | <p><i>Toolkit Resources:</i></p> <p>Committee Job Description, Tool #18 Who Does What?, Tool #21 Sample Board Member Job Description, Tool #23</p> <p><i>Red Cross Resources:</i></p> <p>The Work of a Chapter Board, GSD #A2355 Chapter Board Orientation, Presenters Guide, GSD #A2545</p> |
| Clarification of roles & responsibilities | 7.a. | <p><i>Toolkit Resources:</i></p> <p>Governance & Management, Tool #2 Sample Chairperson Job Description, Tool #24</p> <p><i>Red Cross Resources:</i></p> <p>Building Chapter Leadership Teams Handbook, GSD #A2658, restricted as handout for BCLT training</p> |
| | 7.b. | <p><i>Red Cross Resources:</i></p> <p>Handbook of Corporate Governance & Board of Governors Policies, Board of Governors Policy Manual, Part II, Standard Chapter Bylaws, Section 6.1, only available on CrossNet</p> |
| | 7.c. | <p><i>Toolkit Resources:</i></p> <p>Committee Job Description, Tool #18</p> |
| | 7.d. | <p><i>Toolkit Resources:</i></p> <p>Nominating a Dynamic Slate, Tool #4 Sample Board Member Job Description, Tool #23</p> |

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| Standing committees | 8. | <p><i>Toolkit Resources:</i></p> <p>High-Performing Chapter Committees, Tool #9 Chapter Committee Membership, Tool #10 Committee Job Description, Tool #18 How to be an Effective Board Member, Tool #20</p> <p><i>Red Cross Resources:</i></p> <p>Handbook of Corporate Governance & Board of Governors Policies, Board of Governors Policy Manual, Part II, Standard Chapter Bylaws, Section 6.1, only available on CrossNet The Work of a Chapter Board, GSD #A2355</p> |
| Committee participation | 9.a. | <p><i>Toolkit Resources:</i></p> <p>Nominating a Dynamic Slate, Tool #4 Chapter Committee Membership, Tool #10 Committee Job Description, Tool #18 Sample Board Member Job Description, Tool #23</p> <p><i>Red Cross Resources:</i></p> <p>Handbook of Corporate Governance & Board of Governors Policies, Board of Governors Policy Manual, Part II, Standard Chapter Bylaws, Section 6.1, only available on CrossNet</p> |
| | 9.b. | <p><i>Toolkit Resources:</i></p> <p>Tips for More Effective Meetings, Tool #14</p> <p><i>Red Cross Resources:</i></p> <p>The Work of a Chapter Board, GSD #A2355 Chapter Board Orientation, Presenter’s Guide, GSD #A2545</p> |
| Meeting agendas & minutes | 10.a. | <p><i>Toolkit Resources:</i></p> <p>Preparing and Leading a Productive Board Meeting, Tool #11 Sample Board Meeting Agenda, Tool #12 Board Essentials, Tool #17</p> |
| | 10.b. | <p><i>Toolkit Resources:</i></p> <p>Board Meeting Minutes Template, Tool #13</p> |
| Meeting management | 11. | <p><i>Toolkit Resources:</i></p> <p>Preparing and Leading a Productive Board Meeting, Tool #11 Tips for More Effective Meetings, Tool #14 Meeting Evaluator, Tool #15 A & B Parliamentary Procedure at a Glance, Tool #19</p> |

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| Committee decision-making | 12. | <p><i>Toolkit Resources:</i></p> <p>Sample Board Meeting Agenda, Tool #12 Board Meeting Minutes Template, Tool #13 Meeting Evaluator, Tool #15 A & B Board Essentials, Tool #17</p> |
| Skill-building opportunities for officers & committee chairs | 13. | <p><i>Red Cross Resources:</i></p> <p>Building Chapter Leadership Teams Handbook, GSD #A2658, restricted as handout for BCLT training.</p> <p><i>External Resources:</i></p> <p>Building Boards That Work, video workshop, NCNB</p> |
| Board team-building | 14. | <p><i>Toolkit Resources:</i></p> <p>Sample Chairperson Job Description, Tool #24</p> <p><i>Red Cross Resources:</i></p> <p>Building Chapter Leadership Teams Handbook, GSD #A2658, restricted as handout for BCLT training</p> |
| Board self-assessment | 15.a. & b. | <p><i>Toolkit Resources:</i></p> <p>Ongoing Duties of a Red Cross Board, Tool #3</p> <p><i>Red Cross Resources:</i></p> <p>The Work of a Chapter Board, GSD #A2355</p> <p><i>External Resources:</i></p> <p>Self-Assessment for Nonprofit Governing Boards, Slesinger, NCNB</p> |
| Board policies & procedures | 16.a. | <p><i>Red Cross Resources:</i></p> <p>Handbook of Corporate Governance & Board Policies, Board of Governors Policy Manual, Part II, Section 3.1.4, only available on CrossNet</p> |
| | 16.b. | <p><i>Toolkit Resources:</i></p> <p>Exit Interview for Board Members, Tool #8</p> |
| | 16.c. | <p><i>Red Cross Resources:</i></p> <p>Handbook of Corporate Governance & Board of Governors Policies, Board of Governors Policy Manual, Part II, Standard Chapter Bylaws, Section 6.1, only available on CrossNet</p> |
| | 16.d. | <p><i>Red Cross Resources:</i></p> <p>Handbook of Corporate Governance & Board Policies, Standard Chapter Bylaws, Part II, Section 6.1, only available on CrossNet</p> |
| Paid staff providing board support | 17.a. | <p><i>Toolkit Resources:</i></p> <p>Providing Staff Support to Board & Committees, Tool #16</p> |

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| | 17.b. | <i>Red Cross Resources:</i> Building Chapter Leadership Teams Handbook, GSD #A2658, restricted as handout for BCLT training |
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HIERARCHY OF CORPORATE POLICY & REGULATIONS

TOOL #1

Purpose: This tool provides an overview of the structure and content of American Red Cross corporate-level policies and regulations. The intent is twofold: (1) to inform chapter board members about the “hierarchy” and order of the regulations, and (2) to encourage chapter board members to become familiar with the content.

Use: Include this information in the board orientation process, so that board members are aware of the existence of the regulations and have an understanding of how the regulations affect the chapter, and the work of the chapter board. Board members are encouraged to review those items marked with an (*). Each chapter should have copies of those items.

In May 1993, the Board of Governors (BoG) adopted a hierarchical framework for corporate policies and regulations, that is, there is a specific order of authority assigned to the various policies and regulations which has been set by the BoG. Below is a description of each component of the framework, in the order of highest to lowest authority.

***1. Congressional Charter** – The founding corporate organic document, akin to a constitution. It takes precedence over all other corporate regulations. The charter is federal legislation and falls under the exclusive authority of the United States Congress and the President of the United States.

2. Corporate Bylaws – The *Corporate Bylaws* are the highest policies and rules under the authority of the BoG itself. The bylaws are the rules by which the BoG governs its own operations and governs the corporation. The bylaws take precedence over all other corporate regulations except the *Congressional Charter* and are under the exclusive authority of the BoG.

***3. Board of Governors Policy Manual, Part One** – Part One is senior to all sources of corporate authority except the *Congressional Charter* and the *Corporate Bylaws*. It is under the exclusive authority of the BoG. It includes the general policies of the organization, describes the chapter and blood services region structure, sets forth the policy on fiduciary responsibility, and the national convention nominating and voting processes.

***4. Board of Governors Policy Manual, Part Two** – Part Two is the next ranking source of corporate regulations and authority which falls under the exclusive authority of the BoG. It defines the specific BoG policies and regulations that govern the services and the support operations of the Red Cross and its units.

5. Chairman’s Letter – *Chairman’s Letters* communicate BoG policy decisions, requests for BoG nominations and other corporate governance actions within the authority of the BoG Chairman as the principal officer of the corporation.

6. Blue Letter – The BoG Chairman and the President of the American Red Cross may write letters that communicate BoG policies, corporate management’s implementation of BoG policies and other actions within their joint authority.

7. Corporate Management Manual – Next in the order of corporate regulations and authority will be the *Corporate Management Manual*, which has not yet been produced. This will be the highest-ranking document under the authority of the President of the Red Cross and his or her designees as corporate management. It will set forth management procedures, rules, regulations, administrative directives and guidance.

8. President's Letter – The President of the Red Cross may write letters that communicate corporate management procedures, rules, regulations and administrative directives within the scope of presidential authority.

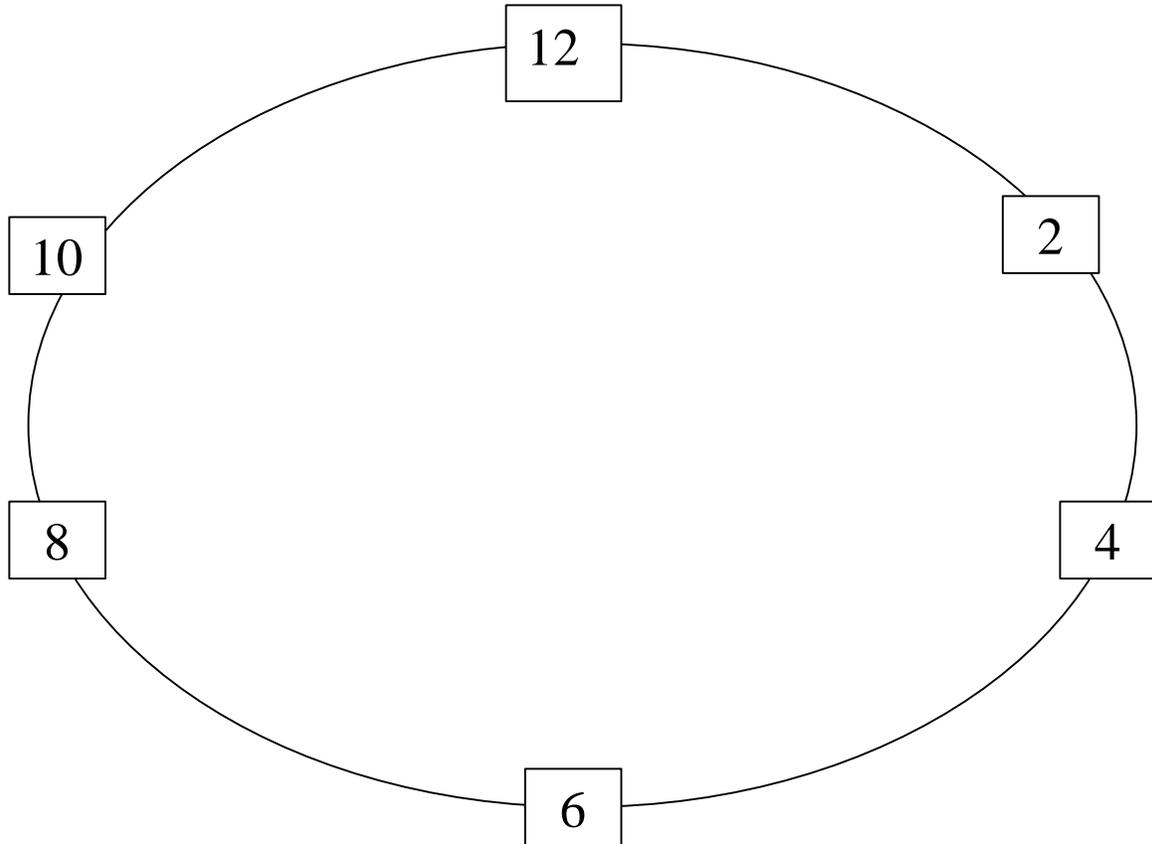
9. Operations Manuals – These documents may set forth the procedures, rules, regulations, administrative directives and guidance of the corporate management for specific services or operations. They fall under the authority of the designated senior vice president and vice president or general manager. These manuals define the national headquarters management direction, procedures, rules, regulations, administrative directives and guidance for specific services, support functions or operations management.

10. Management Memoranda – Senior vice presidents or their authorized designees in national headquarters management may write memoranda that communicate national headquarters management procedures, rules, regulations and administrative directives within the scope of the respective authority of such national headquarters managers.

GOVERNANCE AND MANAGEMENT TOOL #2

Purpose: To illustrate the difference between the roles of governance and management.

How to Use: Use in board orientation, and in ongoing board member education. Board members discuss questions.



- 12 o'clock - Establishing organization's mission/vision
- 2 o'clock - Identifying chapter goals/objectives
- 4 o'clock - Designing implementation plan for goals and objectives
- 6 o'clock - Implementing the plan
- 8 o'clock - Collecting data regarding how well the plan worked
- 10 o'clock - Evaluating the data against the mission/vision/goals/objectives

Guidelines - Building the clock (flip chart or overhead)

1. Draw circle and put in the numbers one at a time starting with 12 o'clock through 10 o'clock. Identify what each number represents as you proceed.
2. Draw horizontal line through clock going between 8 and 10 on the left side and 2 and 4 on the right side.
3. Explain:
 - a. All the numbers above the line represent the governance work done by the chapter board.
 - b. All the numbers below the line represent the management work carried out by paid staff and volunteer staff.
4. Questions to ask:
 - a. Are the tasks carried out independent of each other? (NO)
 - a. Do board members also get involved with activities below the line? (YES - Examples: DSHR, first aid instructors)
 - c. When you are involved above the line, who are you responsible to? (Chairperson of the board)
 - d. When a board member gets involved in activities below the line, who are they responsible to? (Chapter manager)
 - e. Can this switching back and forth cause problems? (YES - if the board member does not remember that when they work below the line they work as volunteer staff and not as a board member. It can be very confusing to the chapter manager.)

ONGOING DUTIES OF A RED CROSS BOARD TOOL #3

Purpose: Assist members of the chapter's board of directors in understanding their role.

How to Use: Use in recruitment and orientation of new board members, and in ongoing board member education. Board members discuss what these duties mean and how they carry them out.

1. **SAFEGUARD** the American Red Cross mission and purposes.
2. **SELECT & EVALUATE** the chapter executive.
3. **ENSURE** effective organizational planning.
4. **ENSURE** adequate resources—financial and volunteer—for the delivery of services and chapter operations.
5. **ENSURE** an environment that supports effective paid and volunteer staff relationships.
6. **MONITOR** the effective management of resources.
7. **DETERMINE & MONITOR** the chapter's programs and services (to include **MUST**, **SHOULD** and **MAY** services).
8. **REPRESENT & ENHANCE** the Red Cross in the community.
9. **SERVE** as a court of appeal.
10. **ASSESS & STRENGTHEN** the board's performance.

NOMINATING A DYNAMIC SLATE TOOL #4

Purpose: Assist Nominating/Board Development Committee members in understanding what is involved in each of the key steps in the nomination process.

How to Use: Follow the Key Action Steps in the nominating process as a “road map” for the Nominating/Board Development Committee.

KEY ACTION STEPS:

1. Determine What’s Needed to Strengthen the Board

Review analysis of *Self-Assessment for Chapter Boards*, Chapter Board Profile and Chapter Strategic plan to help determine skills, expertise and knowledge needed to strengthen board.

2. Generate an Ongoing List of Prospects

Remember colleagues, business/professional/organizational contacts, friends, neighbors, social and religious affiliations, trade and fraternal associations.

3. Prepare to Meet with the Prospects (prospecting visit)

Prioritize list of prospective nominees in order of importance to board, make the connection, and put together a briefing kit, which will provide Red Cross information to the nominee.

4. Meet with the Potential Candidates

Assess interest, availability, and willingness to be on the board.

5. Develop a Final Slate

Put together final slate of nominees and alternates. These names are presented by the chairperson of the Nominating/Board Development Committee for a vote at the annual meeting. Notify successful nominees of their election and inform them of next steps.

BUILDING A HIGH-PERFORMING BOARD TOOL #5

Purpose: Assist Nominating/Board Development Committee to identify their board's needs in order to build a high-performing board.

How to Use: Review these criteria to select needed knowledge and skills that potential board members should possess.

The board needs board members with a combination of knowledge, expertise, influence and commitment. The following is a list to consider when identifying critical needs:

I. KNOWLEDGE:

- Human problems in urban and rural areas
- Human and financial resources
- Available community services

II. EXPERTISE:

- Legal affairs
- Human resource management
- Financial management
- Nurturing business and personal relationships that will benefit the chapter
- Fundraising
- Strategic planning
- Public and community relations
- Service/program development
- Social services
- The field of nursing
- The medical field
- Health delivery systems
- Public safety
- Education

III. INFLUENCE:

- Power groups in the community
- All levels of the community
- The business and financial community
- Culturally diverse groups
- The agricultural community
- Labor organizations
- The media
- Government
- The military community

- With other related organizations

IV. COMMITMENT:

- Attendance at meetings of the board and committees
- Annual giving
- Committee participation
- Terms of office
- Contributions to capital or endowment campaigns
- Chapter representation in the community
- Training
- Volunteering
- Attendance at activities and the annual meeting

**Taken from Nominating and Developing the Chapter Board, only available on CrossNet*

PROSPECTING VISIT TOOL #6

Purpose: Ensure prospecting visit is well planned and documented.

How to Use: Nominating/Board Development Committee review key areas to make sure they have identified appropriate people to attend, have reviewed agenda items and—upon completion of visit—have discussed/completed meeting follow-up notes.

Meeting Title: PROSPECTING VISIT

Results Desired: DYNAMIC BOARD NOMINEE

Date: Convenient time for prospect

Start Time: 4:30 p.m.

Stop Time: 6:00 p.m.

Place: Quiet, convenient site

PERSONS ATTENDING (suggested people)

1. A volunteer who knows the board prospect well
2. A member of the Nominating/Board Development Committee
3. The chapter manager
4. Not more than two people (see above)
5. The board prospect

ITEMS TO BE DISCUSSED (agenda items)

1. Explanation of visit
2. Mission/purpose/values of American Red Cross
3. Programs/services/statistics of local chapter
4. Future plans for chapter
5. Importance of effective board leadership
6. Discussion of expertise, interests, skills and availability of prospect
7. Exploration of prospect's possible interest in Board membership
8. Review of board member job description and mutual expectations
9. Explanation of next steps
10. Q&A

MEETING FOLLOW-UP NOTES

1. Who will do follow-up?
2. Strengths and weaknesses of prospect?
3. Committee possibilities?
4. Leadership potential?
5. Community influence?
6. Possible "red flags"?
7. Next step? Recommendation.

AGENDA FOR NEW BOARD MEMBER ORIENTATION TOOL #7

Purpose: Provide a sample comprehensive agenda for orientation of new board members.

How to Use: Modify agenda to provide overview of chapter for orientation of new board member(s).

| AGENDA/ITEM | PRESENTER | TIME |
|---|---|-------------|
| I. Welcome and Introductions | <i>Chapter Chair</i> | [6 p.m.] |
| A. Individual Introductions | | |
| B. Chapter Overview: Who We are and What We Do | | |
| C. The Importance of Volunteers | | |
| II. The Red Cross in <u>Chapter's Service Area</u> | <i>Chapter Manager</i> | [6:20 p.m.] |
| A. History of the American Red Cross | | |
| B. Programs and Services of the _____ Chapter: | | |
| • Definition of MUST, SHOULD & MAY products & services | | |
| • Disaster Services | | |
| • Armed Forces Emergency Services | | |
| • Health & Safety Services: | | |
| - First Aid | | |
| - CPR | | |
| - Water Safety | | |
| - HIV/AIDS Education | | |
| • Blood Services | | |
| • International Services | | |
| • Youth Services | | |
| III. Resources to Provide Programs and Services | | [7:10 p.m.] |
| A. People: Volunteer Staff | <i>Chair, Volunteer Committee</i> | |
| B. People: Paid Staff | <i>Chair, Human Resources Committee</i> | |

C. Funding:

Chapter Treasurer

- United Way
- Membership Campaign
- Special Events
- Cost Recovery
- Investment Income
- Program Grants
- Planned Giving
- Other

STRETCH BREAK

[7:45 -
8:00 p.m.]

IV. Red Cross Beyond the Chapter

Vice Chair

[8:00 p.m.]

- Roles and Responsibilities
- Collaboration and Service Opportunities

A. The Roles and Responsibilities of Board Membership

Chapter Chair

[8:20 - 9:00
p.m.]

- Board Job Description
- Governance vs. Operational Management
- Board Policies & Procedures [Board Manual]
- Committee Structure/Committee Job Descriptions
- Committee Membership
- Board Meetings
- Annual Calendar
- Attendance
- Preparation & Participation
- Board Self-Assessment Process
- Board Retreat
- Board's Role in Financial Development

**Notes: An Orientation Session scheduled from 6-9 p.m. might provide a light buffet beginning at 5 p.m. This tool was adapted from Berkshire County [MA] Chapter, American Red Cross.*

EXIT INTERVIEW FOR BOARD MEMBERS TOOL #8

Purpose: To obtain feedback from exiting board members. Feedback will be used to improve the manner in which the board conducts its business; to encourage departing board members to pursue other avenues of Red Cross participation; and to obtain suggestions for enhanced fundraising, service delivery, and community relations.

How to Use: Use as basis of one-on-one interview between chairperson of Nominating/Board Development Committee and departing board member; or as a written questionnaire with follow-up by the chairperson of the Nominating/Board Development Committee.

Instructions: Respond to the following statements by selecting the choice that most accurately describes your experience as a member of the chapter board.

Board Orientation:

1. The orientation I received before beginning my board term provided a historical and organizational framework for Red Cross programs, services, and practices.

agree
 somewhat agree
 disagree
 did not receive an orientation

2. The orientation I received before beginning my board term provided a clear understanding of the roles and responsibilities of board membership.

agree
 somewhat agree
 disagree
 did not receive an orientation

Ongoing Board Development:

3. During my term the board had frequent skill-enhancement opportunities in areas such as:

- | | | |
|-------------------------------|---------------------------------------|--|
| • Problem/conflict resolution | <input type="checkbox"/> <i>agree</i> | <input type="checkbox"/> <i>disagree</i> |
| • Team-building | <input type="checkbox"/> <i>agree</i> | <input type="checkbox"/> <i>disagree</i> |
| • Strategic planning | <input type="checkbox"/> <i>agree</i> | <input type="checkbox"/> <i>disagree</i> |
| • Meeting management | <input type="checkbox"/> <i>agree</i> | <input type="checkbox"/> <i>disagree</i> |
| • Fundraising | <input type="checkbox"/> <i>agree</i> | <input type="checkbox"/> <i>disagree</i> |

Board Member Materials:

4. As a member of the chapter board, I received:

- A manual containing relevant information such as bylaws, history, mission, goals, most recent audit, service profiles/statistics. *yes* *no*

If yes, the manual was:
 useful *not useful*

- A board job description that listed responsibilities of board membership and personal obligations. *yes* *no*

If yes, the job description was
 accurate *inaccurate*

- Meeting agenda and related materials in advance of meetings. *yes* *no*

If yes, the information was:
 timely *not timely*
 relevant *not relevant*
 helpful *not helpful*

- Written information to assist board members in decision-making. *yes* *no*

If yes, the information was:
 useful *not useful*
 easy to understand *not easy to understand*

Board and Committee Meetings:

5. Please respond to the following statements regarding board and committee meetings:

- Meetings were well attended. *always* *sometimes* *not usually*
- Meetings were stimulating. *always* *sometimes* *not usually*
- Most board members actively participated in meetings. *yes* *no*
- The same few board members dominated board meetings. *yes* *no*
- The appropriate board leadership effectively facilitated meetings. *yes* *no*

Miscellaneous Questions:

6. Do you share your Red Cross involvement with others? *yes* *no*

7. Have you recruited others to serve in a volunteer capacity for the chapter? *yes* *no*

8. Have you attended the chapter's special events? *regularly* *occasionally* *no*

9. Have you contributed financially to the chapter? *regularly* *occasionally* *no*

10. Have you solicited family and friends for financial contributions? *yes* *no*

11. Do you view your board membership as:

- Personally fulfilling? *yes* *no*
- Fulfilling your sense of social responsibility? *yes* *no*
- Fulfilling your corporate responsibility? *yes* *no*

12. What were your greatest rewards in serving on the chapter board?
13. What were your greatest frustrations in serving on the chapter board?
14. In what capacity would you be willing to continue working with the American Red Cross?
___ As a chapter committee member
___ Beyond the chapter commitment:
 State Service Council
 State Consortia
 Regional Committee member
 Field Service Team member
 Service specialist
 Other:
15. Additional suggestions/comments:

HIGH-PERFORMING CHAPTER COMMITTEES

TOOL #9

Purpose: Provide an overview of the responsibilities of committee chairs.

How to Use: Give to incoming committee chair so they can understand their responsibilities in creating high-performing committees.

CHARACTERISTICS OF HIGH-PERFORMANCE COMMITTEES

- Up-to-date job descriptions are maintained for board members, officers, committee members and committee chairs.
- Every board member serves on at least one active board-designated committee.
- The purpose and responsibilities of each committee are clarified in writing.
- All committees report regularly and submit significant decisions or recommendations to the full board for approval.

COMMITTEE CHAIR RESPONSIBILITIES

- Knows the skills, expertise, and community contacts the committee needs for optimal performance. Targets the right people to serve on the committee.
- Encourages participation of all committee members.
- Ensures that the committee's mandate is clearly defined and annual goals are clearly stated.
- Leads the committee in the development of a plan of action that links with the chapter's strategic planning.
- Ensures that the committee has all the information it needs to make timely and relevant recommendations to the chapter board.
- Serves as the key link to the committee's chapter staff support person. Clarifies the responsibilities of the chapter staff support person to the committee.
- Serves as the "coach" for the committee—providing ongoing communication and informal recognition to committee members.
- Represents the committee—its work, recommendations, and concerns—at meetings of the chapter executive committee.
- Reports the committee's actions at meetings of the chapter board:
 - The ongoing activities of the committee
 - The committee's recommendations and the steps taken to arrive at those recommendations
 - Timeline for the committee's activities
 - Resources needed to achieve committee goals—funds, and paid and volunteer staff
- Ensures ongoing evaluation of the effectiveness of all meetings.

CHAPTER COMMITTEE MEMBERSHIP TOOL #10

Purpose: Serve as a tool to identify committees, committee chairperson, and committee members to ensure that required committees are staffed and that all board members participate at the committee level.

How to Use: Complete the roster to ensure adequate staffing of committees and to inform board members of assignments.

COMMITTEE MEMBERSHIP ROSTER

Date:

| COMMITTEE: | COMMITTEE CHAIR: | COMMITTEE MEMBERS: |
|------------------------------|------------------|--------------------|
| EXECUTIVE | | |
| AUDIT | | |
| NOMINATING/BOARD DEVELOPMENT | | |
| FINANCE | | |
| HUMAN RESOURCES | | |
| SERVICE DELIVERY | | |
| VOLUNTEER* | | |
| FINANCIAL DEVELOPMENT* | | |
| PLANNING* | | |
| PUBLIC RELATIONS* | | |
| MARKETING* | | |
| OTHER | | |

**These committees are not mandated by the Handbook of Corporate Governance and Board of Governors Policies, Board of Governors Policy Manual, Part II, Sections 5.12 - 5.18, but may be appointed as needed.*

PREPARING AND LEADING A PRODUCTIVE BOARD MEETING TOOL #11

Purpose: Provide an overview of components of successful, productive meetings.

How to Use: Use as a checklist to ensure productive meetings, to build agenda for next meeting, and to structure consistent discussion process for all meetings.

GOALS FOR PRODUCTIVE BOARD MEETINGS:

- Board members will be familiar with current issues, trends, and activities of the American Red Cross on a local, state, regional, and national level.
- Board members will receive ongoing orientation to the American Red Cross as a solid foundation for competent board governance.
- Board members will uphold their roles and responsibilities through advice, counsel, and informed decision-making, which supports the mission and goals of the organization.

PRIOR TO THE BOARD MEETING:

- Chapter chairperson, with input from chapter manager, will determine agenda.
- Board members will receive a pre-meeting packet, which includes the meeting agenda and supporting materials at least 5 days prior to scheduled meeting.
- Board members will review materials and determine what additional information they may need in order to make an informed decision.

DESIGNING A PRODUCTIVE AGENDA TO ENABLE THE GROUP TO USE ITS TIME EFFECTIVELY:

1. Write a clearly stated purpose with measurable outcomes.
2. Assess issues for appropriateness before placing them on the board agenda; most issues should be reviewed by the designated chapter committee before coming to the board for action on the committee's recommendation.
3. Identify the presenter for each issue.
4. Prioritize board business each month. Place critical issues at the top of the agenda; start by:
 - a. Listing all items to be considered at the meeting.
 - b. Deciding upon a priority for each item by asking:
 - What must we accomplish at this meeting?
 - What items could we hold over to the next meeting if there is not enough time?
5. Designate amount of time for each agenda item to prevent members from dwelling too long on any one item and to ensure that appropriate time is allotted to the issues at hand:

- a. Each agenda item should have some indication of results to be achieved (e.g. recommendations for gala fundraiser, schedule and trainers for PR workshop).
- b. Supporting documents, which were included in the pre-meeting packet, should be noted in parentheses next to the relevant agenda item.
- c. If an item requires high energy and great ideas, place it high on the list.
- d. Divide the agenda into clear categories, such as “For Decision,” “For Discussion,” and “For Education,” so those at the meeting know what they are expected to do with each item.

DURING THE BOARD MEETING:

- Productive meetings usually have assigned or agreed to end times. Hold to such times if at all possible. **Negotiate additional time only if it is needed** (e.g. “It is 10:00, the time we agreed to conclude. Could everyone stay until 10:20 in order to complete this last item on the agenda?”)
- A flipchart should be used as a tool in all meetings to display data that were collected prior to the meeting in order to:
 - Revise/agree upon an agenda
 - Record fleeting ideas
 - Record significant ideas, issues, feelings occurring during meeting
 - Present facts/concepts
 - Compile action lists
 - Affix individual responsibility for carrying out decisions
- The presenter should prepare in advance for each discussion item by considering:
 - What do board members need to know in order to discuss this issue reasonably?
 - What attitudes and beliefs about this issue need to be considered?
 - What are the boundaries for this discussion: what might be irrelevant or unforeseen in discussing this issue?
- Every presenter should utilize techniques selected to encourage participation:
 - Small group discussion
 - Discussion pairs or triads
 - Large group roundtable
 - Informal mixing and mingling
- Every meeting has an assigned person to record meeting minutes.
- The chapter chair/facilitator begins and concludes all meetings on time.

**These guidelines can be used for any meeting*

SAMPLE BOARD MEETING AGENDA TOOL #12

Purpose: To ensure successful, productive, board meetings.

How to Use: Use to prepare agenda for pre-meeting packet, as a guideline for board chairperson and other presenters during the meeting, and to assist in preparation of written materials.

SAMPLE AGENDA BOARD MEETING

American Red Cross

[Chapter Name]

[Date & Time]

| AGENDA ITEM | PRESENTER/PURPOSE | TIME |
|---|---|-------------|
| I. Welcome/Introductions | Chapter Chair/Facilitator | [4:30 p.m.] |
| II. Agenda Review | Chapter Chair/Facilitator | [4:35 p.m.] |
| III. Review and acceptance of previous Board meeting's minutes | Chapter Chair/Secretary <i>Vote</i> | [4:40 p.m.] |
| IV. Old Business/Committee Reports: | Committee Chairs/Officers <i>Vote, if required</i> <i>Input/Information</i> | [4:45 p.m.] |
| A. Standing Committees: | | |
| • Audit Committee | <i>Update</i> | |
| • Nominating/Board Development Committee | <i>Update</i> | |
| • Finance Committee | <i>Monthly report; vote, if required</i> | |
| • Human Resources Committee | <i>Update; vote, if required</i> | |
| • Service Delivery Committee | <i>Update; service statistics; relevant issues; vote, if required</i> | |
| • Executive Committee | <i>Update; discussion; vote, if required</i> | |
| B. Additional Committees: | | |
| • Fundraising Committee | <i>Update; vote, if required</i> | |

| | | |
|--|--|-----------------------|
| • Planning Committee | <i>Update; vote, if required</i> | |
| • Other Committees | <i>Update; vote, if required</i> | |
| V. New Business: | Chapter Chair/ Facilitator/Designee | [5:30 p.m.] |
| A. New guidelines/procedures/critical issues/trends requiring input/vote | <i>Information; input; vote, if appropriate; return to committee for study</i> | |
| VI. Education/Skill-building: | Chapter Chair/ Facilitator/Designee | [6:00 p.m.] |
| A. Presentation/video to enhance board's participation <i>or</i> small group problem- solving/feedback | | |
| VII. Announcements/Adjournment | Chapter Chair | [6:25 - 6:30 p.m.] |

This can be reformatted to achieve the specific needs of your own meeting. **Example: If you have an item that needs thorough discussion put it early on the agenda so you will have enough time.*

BOARD MEETING MINUTES TEMPLATE

TOOL #13

Purpose: Provide a consistent format for streamlined, official documentation of meeting actions.

How to Use: Used by secretary for note taking and back-up to audiotaped meeting; to distribute minutes of previous meeting in next pre-meeting packet for members to review in advance; to remind committees and individuals of assignments [”Referred to” and “Resolution/Follow Up” Columns].

AMERICAN RED CROSS _____ Chapter

| | | |
|---|-----------------------------|---|
| <input type="checkbox"/> Full Board meeting <i>or</i> <input type="checkbox"/> _____ Committee meeting Meeting Facilitator: _____ Minutes from meeting _____ were read and <input type="checkbox"/> approved <input type="checkbox"/> not approved | Present: Absent: | Date: Time started: Time ended: |
|---|-----------------------------|---|

| TOPIC & PERTINENT DISCUSSION | RECOMMENDATIONS/ ACTIONS | REFERRED TO: | RESOLUTION/ FOLLOW-UP |
|------------------------------|--------------------------|--------------|-----------------------|
| | | | |

TIPS FOR MORE EFFECTIVE MEETINGS

TOOL #14

Purpose: To improve the effectiveness of meetings by providing a list of observable behaviors that occur during effective meetings.

How to Use: At each meeting assign one person to serve as meeting observer. The observer will look for these behaviors during the meeting. At the conclusion of the meeting, the observer will provide feedback to the group on what behaviors were and were not observed. The whole group will determine which two to three behaviors they wanted to work on at next meeting.

Effective meetings are generally due to:

1. CLEAR ROLES & PURPOSES:

- Everyone understands the mission of the American Red Cross. Yes No
- Board members understand their role within the chapter. Yes No
- Each committee is clearly defined. Yes No

2. CLEAR MEETING PREPARATION:

- New agenda for all meetings with stated purpose, desired outcomes, prioritized topics and allocated time frames. Yes No
- Agenda and all pertinent materials have been distributed in advance of meeting.
 Yes No

3. MEETINGS FOLLOW RULES OF ORDER:

- All meetings have rules on how meetings will be conducted, including code of ethics that address behaviors. Yes No
- These rules are understood, agreed upon and maintained by the group. Yes No

4. SKILLFUL CHAIRPERSON:

- Chairperson understands basic rules of effective meeting management. Yes No
- Chairperson is flexible and open to other points of view. Yes No
- Chairperson enforces the board's code of ethics and appropriately confronts members.
 Yes No

5. SKILLFUL MEMBERS:

- Members openly express their ideas and opinions. Yes No
- Members listen carefully to each other. Yes No
- Members share responsibility for keeping the meeting on track. Yes No
- Members intervene when behavior disrupts the meeting. Yes No

6. APPROPRIATE MEETING SPACE:

- Room has good lighting, good ventilation and suitable chairs. Yes No
- Table(s) are conducive to discussion, all participants are able to see and hear each other without strain. Yes No

7. GOOD MEETING MANAGEMENT TECHNIQUES:

- Group monitors its effectiveness in working together through feedback sheets and other techniques. Yes No
- Group uses newsprint to record ideas, concepts, action lists. Yes No
- Small group techniques are used as appropriate. Yes No

MEETING EVALUATOR TOOL #15A

Purpose: To get a general sense of how the group felt at the end of the meeting. This evaluation will focus on processes in the meeting rather than content of the meeting.

How to Use: Use this tool when a group is newly formed. Post outline on flipchart in back of meeting room. At the end of the meeting ask participants to place a checkmark on the scale that demonstrates their feelings about the meeting. Review ratings and determine if meeting processes need improvement.

Rate the Meeting

Date: _____

My feeling about today's meeting:



POOR

EXCELLENT

Additional Comments:

MEETING EVALUATOR TOOL #15B

Purpose: Tool to help boards/committees assess the effectiveness of their meetings.

How to Use: At completion of meeting have individual members complete “Meeting Evaluation” form. Collect, collate and distribute to Executive Committee, full board or specific committee for review. Specific improvement areas are identified, improvement methods discussed. At next meeting the same areas are reviewed again – “is there improvement?”

Date of meeting: _____

*Instructions: Circle the number that best describes your response to each question about today’s meeting.
(5=strongly agree, 1=strongly disagree)*

| | | | | | |
|---|---|---|---|---|---|
| GOALS: Our goals for this meeting were clear. | 5 | 4 | 3 | 2 | 1 |
|---|---|---|---|---|---|

| | | | | | |
|---|---|---|---|---|---|
| CONTROL: Meeting stayed on track. | 5 | 4 | 3 | 2 | 1 |
|---|---|---|---|---|---|

| | | | | | |
|---|---|---|---|---|---|
| FLOW OF INFORMATION: Everyone was given a clear opportunity to speak. | 5 | 4 | 3 | 2 | 1 |
|---|---|---|---|---|---|

| | | | | | |
|---|---|---|---|---|---|
| CONFLICT: Disagreements were aired in a systematic way. | 5 | 4 | 3 | 2 | 1 |
|---|---|---|---|---|---|

| | | | | | |
|---|---|---|---|---|---|
| CLIMATE: People felt free to express their ideas. | 5 | 4 | 3 | 2 | 1 |
|---|---|---|---|---|---|

| | | | | | |
|---|---|---|---|---|---|
| METHODS: Our problem-solving methods were useful. | 5 | 4 | 3 | 2 | 1 |
|---|---|---|---|---|---|

| | | | | | |
|--|---|---|---|---|---|
| INTEREST: Our discussion was useful and informative in our governance role as chapter board members. | 5 | 4 | 3 | 2 | 1 |
|--|---|---|---|---|---|

ADDITIONAL COMMENTS/SUGGESTIONS:

PROVIDING STAFF SUPPORT TO BOARD & COMMITTEES

TOOL #16

Purpose: Aid board members in understanding staff's roles and responsibilities in working with the board, its members and committees.

How to Use: Use as part of board orientation process. Review with assigned staff and committee members at first board and/or committee meetings.

WHAT FUNCTIONS DO SUPPORT STAFF PERFORM?

1. Administrative support:

- Draft an annual calendar of meetings
- Make meeting arrangements [e.g. scheduling, room set-up, coffee]
- Prepare board meeting packets
- Process correspondence
- Record minutes and track attendance

2. Orientation and ongoing training support:

- Ensure that new board members receive a formal American Red Cross orientation [Chapter Board Orientation, Presenter's Guide, GSD #A2545]
- Provide training resources to further develop board and committee members

3. Support throughout the recruitment process for new board and committee members:

- Provide materials to expedite the recruitment process
- Make logistical arrangements
- Prepare materials and packets
- Provide administrative support for written correspondence

4. Support the recognition process:

- Ensure formal annual recognition of board and committee members
- Provide informal recognition throughout the year

5. Provide timely and accurate data that will assist the board in its monitoring and decision-making responsibilities, including:

- Corporate compliance requirements and policies as defined in the *Handbook of Corporate Governance and Board of Governors Policies*, only available on CrossNet
- Concise and correct monthly service reports [tracking of MUST, SHOULD, and MAY service delivery]
- Current demographic information illustrating community trends
- Periodic financial reports
- Summaries of contractual obligations
- Other data for planning and decision-making as requested

CHAPTER BOARD SUPPORT NEEDS:

| COMMITTEE: | STAFF SUPPORT: | SUPPORT NEEDS: |
|--|-----------------------|-----------------------------------|
| FULL BOARD | Manager | Draft annual calendar of meetings |
| EXECUTIVE COMMITTEE | | |
| NOMINATING/BOARD DEVELOPMENT COMMITTEE | | |
| FINANCE COMMITTEE | | |
| AUDIT COMMITTEE | | |
| SERVICE DELIVERY COMMITTEE | | |
| HUMAN RESOURCES COMMITTEE | | |
| OTHER COMMITTEES | | |

BOARD ESSENTIALS

TOOL #17

Purpose: Identify essential factors that will strengthen board performance.

How to Use: Use as a checklist for ongoing monitoring by chapter leadership team (chapter chairperson and chapter manager).

A chapter board's ability to govern successfully will be strengthened when it is supported by these board basics:

1. Develop and utilize effective procedures:

- Solicit opinions on current board procedures such as agenda development, meeting management, orientation of board and committee members.
- Spend time as a chapter board on strategic visioning and planning.
- Agree upon decision-making and communication mechanisms in order to resolve issues quickly.

2. Gather and use a broad array of information:

- Give board members the information they need to:
 - Focus on the key issues and use their time together productively.
 - Make effective decisions.
 - Focus on strategic visioning and planning.

3. Collect and use efficiently organized data:

- Provide information in a format that is intelligible and enables the board to understand the chapter's performance.
- Distribute supporting documents/information for specific agenda items (noted in parentheses under the relevant items).

4. Maintain open communication:

- Keep the board small enough for it to be a cohesive group resulting in a mutual understanding of objectives and a willingness to dedicate the time necessary to accomplish them.
- Encourage officers/committee chairs to communicate regularly with peers.

5. Manage meetings effectively:

- Distribute an annual calendar of board meetings—dates/times/locations.
- Plan every meeting carefully—purpose, desired outcomes, key participants.
- Facilitate actively—define problems; generate ideas; clarify and summarize; foster consensus.
- Measure meeting effectiveness—use meeting feedback sheets; review results; make changes.

- Follow up on commitments—clarify action steps/expectations; distribute minutes; check in with members between meetings.

COMMITTEE JOB DESCRIPTION TOOL #18

Purpose: Provide template for generic committee job description.

How to Use: Complete committee job descriptions to clarify expectations, responsibilities, and support group's planning process.

COMMITTEE: _____

DESCRIPTION OF COMMITTEE'S CHARGE: (developed by Executive Committee)

DESIRED MEMBER QUALIFICATIONS/SKILLS: (developed by committee chairperson and key chapter leadership) _____

MEETING FREQUENCY/DAYS/TIMES: _____

COMMITTEE PRIORITIES FOR CURRENT YEAR: (determined by committee members)

PRIORITY/TASK

PERSON RESPONSIBLE

BY WHEN?

COMMITTEE MEMBERSHIP

Beginning

Ending

| | | |
|----------|-------|-------|
| 1. _____ | _____ | _____ |
| 2. _____ | _____ | _____ |
| 3. _____ | _____ | _____ |
| 4. _____ | _____ | _____ |
| 5. _____ | _____ | _____ |
| 6. _____ | _____ | _____ |
| 7. _____ | _____ | _____ |
| 8. _____ | _____ | _____ |

COMMITTEE CHAIR: _____

PARLIAMENTARY PROCEDURE AT A GLANCE TOOL #19

Purpose: Provide agreed-upon guidelines that encourage board participation and objective decision-making for all board and committee meetings.

How to Use: Designate key leadership to serve as parliamentarians during board and committee meetings using this guide and chapter-developed protocol.

| To Do This | You Say This: | May You Interrupt the Speaker? | Do You Need a Second? | Is it Debatable? | What Vote is Needed? |
|---|---|--------------------------------|---|------------------|----------------------|
| ADJOURN MEETING | "I move that we adjourn." | NO | YES | NO | Majority |
| CALL AN INTERMISSION | "I move that we recess for..." | NO | YES | NO | Majority |
| TEMPORARILY SUSPEND CONSIDERATION OF AN ISSUE | "I move to table the motion" | NO | YES | NO | Majority |
| MAKE A MOTION | "I move that..." | NO | YES | YES | Majority |
| ADOPT, ACCEPT OR AGREE TO REPORT | "I move for the adoption..." | NO | YES | YES | Majority |
| ADOPT REVISED BYLAWS | "I move for the adoption of these amended bylaws..." Or, detail the amendment | NO | Yes, unless presented from a committee's recommendation | YES | See existing bylaws |
| HAVE SOMETHING STUDIED FURTHER | "I move to refer this matter to committee" | NO | YES | YES | Majority |
| REQUEST INFORMATION | "I request a point of information" | YES | NO | NO | No Vote |
| OBJECT TO PROCEDURE | "I request a point of order" | YES | NO | NO | Chair Decides |

* Derived from Roberts' Rules of Order. Procedure defined by chairperson or adopted by board may differ.

HOW TO BE AN EFFECTIVE BOARD MEMBER TOOL #20

Purpose: Clarify responsibilities and expectations of board members.

How to Use: Include in “prospecting” packet during recruitment process. Review during new board member orientation process.

1. Be well informed about the general work of the American Red Cross and the specific services of the chapter.
2. Confer with paid and volunteer staff and study Red Cross bylaws, reports, and other literature to understand the appropriate role of the Red Cross in the community.
3. Understand the organization’s aims, historical development, and services.
4. Vote thoughtfully and objectively to benefit the Red Cross and its specific parts, and accept and support the decisions of the board as a whole.
5. Contribute time and money to achieve chapter and American Red Cross fund-raising goals.
6. Accept and support the decisions of the board and keep appropriate information confidential.
7. Provide the benefit of your experience, expertise, and knowledge to other board members and the chapter leadership.
8. Follow through on commitments.
9. Attend and participate in board meetings and work with board or service committees as assigned.
10. Interpret the work of the Red Cross and broaden community interest in it by using opportunities to explain Red Cross services and policies.
11. Connect community resources to chapter needs:
 - Provide access to community resources
 - Identify individuals in the community willing to work on a specific task or project
 - Identify funding sources
 - Identify organizations to participate in collaborative efforts
 - Share access to information, people, and other agency services

**Taken from Chapter Board Orientation, Presenter’s Guide, GSD #A2545*

WHO DOES WHAT? TOOL #21

Purpose: Clarify which tasks entailed in the seven core areas of board responsibility are held by board members or staff support, or are shared between them.

How to Use: Use with board members to identify those duties, based on chapter bylaws that are unique to the board. Board and staff together review remaining activities and reach agreement on primary and shared responsibilities.

Instructions: Based on your understanding of the roles and responsibilities of the board and staff, designate:

- With a “B” those actions that are primarily the responsibility of the board.
- With an “S” those actions that are primarily the responsibility of the staff.
- With an “SH” those actions that are shared responsibilities.

BOARD FUNDAMENTALS

1. ___ Review and uphold chapter bylaws.
2. ___ Ensure board composition reflects community and chapter needs.
3. ___ Ensure board members receive appropriate information to fulfill their responsibilities.
4. ___ Ensure board meetings and committee meetings occur as scheduled and according to guidelines, including formal agendas and minutes.

CHAPTER PROGRAMS & SERVICES

1. ___ Ensure the delivery of MUST services.
2. ___ Measure customer satisfaction for MUST and SHOULD services.
3. ___ Measure the chapter’s performance using *Standards of Excellence for the Red Cross*.
4. ___ Recruit and train enough volunteers to meet service delivery goals.
5. ___ Maintain quality improvement goals.

COMMUNITY RELATIONS & COMMUNICATIONS

1. ___ Represent the Red Cross in the community.
2. ___ Adapt national advertising slogans for local materials.
3. ___ Ensure ongoing communications with local media.
4. ___ Distribute current materials on basic Red Cross programs and issues.
5. ___ Appoint liaison to maintain local, state, and federal government relations.

FIDUCIARY & FISCAL RESPONSIBILITIES

1. ___ Implement standard accounting practices and systems.
2. ___ Approve chapter budget.
3. ___ Develop and distribute accurate financial statements.
4. ___ Comply with corporate policies and procedures and statutory reporting requirements.
5. ___ Establish and follow a sound internal control system.

FINANCIAL DEVELOPMENT

1. ___ Ensure adequate funds for the delivery of services and chapter operations.
2. ___ Create a compelling case statement to communicate to potential donors.
3. ___ Identify and cultivate potential donors.
4. ___ Develop a comprehensive financial development plan with realistic goals.
5. ___ Recruit and train an active Financial Development Committee.

HUMAN RESOURCES

1. ___ Implement and manage chapter human resources systems and programs.
2. ___ Appoint a human resources committee.
3. ___ Foster an environment that supports effective paid and volunteer staff relationships.
4. ___ Budget for the costs of volunteer involvement.
5. ___ Supervise paid and volunteer staff.
6. ___ Develop and implement a formal annual performance plan for chapter manager.

STRATEGIC PLANNING

1. ___ Commit to a strategic planning process.
2. ___ Assign strategic planning responsibilities.
3. ___ Collect data to assess community needs.
4. ___ Identify chapter's strengths and weaknesses.
5. ___ Prioritize strategic issues and MUST & SHOULD services.
6. ___ Ratify and monitor final written strategic plan.

PLANNING A SUCCESSFUL ANNUAL MEETING TOOL #22

Purpose: To provide a variety of formats and guidelines for conducting an annual meeting. The *Standard Chapter Bylaws* [Section 4] require that: “The Chapter shall have an annual meeting of its members in the month of _____, at a convenient location within the Chapter’s jurisdiction, for the purpose of holding elections, considering reports, and transacting such other business as may properly come before the meeting.”

How to Use: Provide an overview of the past year’s accomplishments; involve members in chapter’s future plans; motivate members to renew their participation in volunteer efforts and financial commitment; recognize those who have provided exemplary service; elect slate of nominations as presented by the Nominating/Board Development Committee.

SUGGESTED FORMATS:

A. Annual business meeting followed by:

- Meal [Dinner, lunch, or reception]
- Keynote speaker
- Awards/recognition program

B. Meal [dinner, lunch, or reception] followed by:

- Keynote speaker
- Awards/recognition program
- Annual business meeting

C. Annual business meeting followed by:

- Keynote speaker
- Awards/recognition program
- Meal [dinner, lunch, or reception]

GUIDELINES:

1. Follow an event-planning checklist of tasks.
2. Create a detailed list of people to be invited. Be sure to include:
 - All board and committee members
 - All service and support volunteers
 - Community leaders who assisted the chapter during the year
 - Media representatives
 - Community “partners” who collaborate with the chapter in meeting the needs of the community
 - Corporate vendors
 - Past board members

2. Create a “shadow agenda”—a script for all participants with motions clearly written out. Include blocks of time assigned to each section of the program.
4. Give the “shadow agenda” to the board secretary when finished; he or she can use it in writing up the minutes.
5. Be sure a secretary is present to take notes so that the minutes can accurately reflect the actions/motions of the meeting.
6. Only the chapter chair [or officiator] can call for votes on motions.
7. Committee members can make the first motion; the motion then needs a second and a full vote.
8. One person should be assigned to ensure adherence to *Robert’s Rules of Order*.

SAMPLE SHADOW AGENDA/SCRIPT FOR ANNUAL MEETING:

Meeting Facilitator: Chairperson of the Board of Directors

Meeting Scribe: Secretary of the Board [audio - or videotape recording of the annual meeting can be helpful in compiling the official minutes of the meeting].

- I. **Call to Order:** *Chairperson of the Board*
 - Personal words of welcome.
 - “I call the annual business meeting of the _____ Chapter of the American Red Cross to order.”

- II. **Approval of Minutes** *Chairperson of the Board*
 - “The minutes of the previous annual meeting [date] are in the **Annual Report which you received...** Please take a minute to review the minutes.”
 - “Are there any corrections or additions?” [comments from attendees.]
 - “Is there a motion to accept the minutes as written [or as modified if there were corrections or additions]?” Notes the name of the individual making the motion.
 - “Is there a second to the motion?” Notes the name of the individual and repeat the motion.
 - Calls for a vote [by voice or show of hands].
 - Thanks secretary for minutes.

- III. **Treasurer’s Report:** *Chairperson of the Board*
 - Introduces treasurer of the board.
 - Treasurer presents an abbreviated report [noting highlights—unusual revenue or expenditures that might need explanation

and/or line item summaries]. Treasurer points out that the full report is included in the Annual Report or program brochure.

- Chairperson of the board asks for questions from the membership.
- “Are there any questions of the treasurer?”
- “Is there a motion to accept the treasurer’s report as written [or modified if there were corrections or additions]?” Notes the name of the individual making the motion.
- “Is there a second to the motion?” Notes the name of the individual and repeat the motion.
- Calls for a vote [by voice or show of hands].
- Thanks treasurer for minutes.

IV. Chairperson’s Report:

Chairperson of the Board

- The chairperson of the board presents his/her report from a volunteer leadership perspective; this report includes an overview of the chapter’s accomplishments for the past year; the challenges the chapter faces in the upcoming year; a “call to action” for volunteers and community participation.

V. Chapter Manager/ Executive’s Report

Chairperson of the Board introduces the Chapter Manager/Executive

- The chapter manager/executive presents his/her report from the staff leadership perspective; this report includes an overview of the chapter’s accomplishments for the past year; trends; strategic issues; and an acknowledgment of paid and volunteer staff.

VI. Committee Reports:

Chairperson of the Board

- Chairperson of the board introduces committee chairs who will present concise reports [e.g., committee accomplishments for past year/goals for upcoming year]. *or*
- Chairperson of the board notes that written reports/overviews of the committees’ activities can be found in the Annual Report. The Chairperson of the board asks the committee chairs to stand for recognition.
- Chairperson of the board asks all board officers and board members to stand as he or she says a few words of thanks for their participation and commitment to the Red Cross.

VII. Nominating/ Board Development Committee

Chairperson of the Board

- Chairperson of the board introduces the chair of the Nominating/ Board Development Committee who will present the committee’s report.
- Chair of the Nominating/Board Development Committee:
 - Reads the names of the members of the Nominating/Board Development Committee.
 - Thanks them for their work/commitment.

- Reads the names of the individuals being nominated. [It is helpful to distribute a handout with the nominees and brief biographical profiles.]
- *Bylaws permitting: the Nominating/Board Development Committee Chair will ask if there are any nominations from the floor.*
- The Nominating/Board Development Committee chair makes a motion for the adoption of the slate of nominations as read.
- Chairperson of the board asks, “Is there a second to the motion?” and notes the name of the individual seconding the motion.
- Calls for a vote [by voice or show of hands].
- Chairperson of the board thanks the Nominating/Board Development Committee for their work and asks the newly elected board members to stand.

VIII. Recognition of Retiring Board Members:

Chairperson of the Board:

- Asks the retiring board members to come forward to receive a token of appreciation [brief comments to recognize specific commitments help to personalize the recognition].

Note: The awards recognition of service volunteers is not part of the “official business” of the Annual Meeting. This activity should take place after the business meeting has been adjourned.

IX. Old Business:

Chairperson of the Board asks:

- “Is there any old business?”
- “Is there any new business?”
- The chairperson of the board facilitates discussion of any business that may arise and refers to the appropriate committee for further study and recommendations, if necessary.

XI. Adjournment:

Chairperson of the Board:

- Explains that the legal requirements of the business meeting have been fulfilled and asks for a motion to adjourn the meeting. Notes the name of the individual making the motion, then repeats the motion and asks for a second to the motion. Notes the name of the individual seconding the motion.
- Calls for a vote [either by voice or by show of hands].
- Announces that, “The business section of the Annual Meeting is officially completed, I will now turn the meeting over to the program chair.”

Note: Format B suggests the business meeting **after the meal, speaker, and awards/recognition program. In that case, the program chair would introduce the chairperson of the board who then proceeds with the business meeting; at the conclusion of the business meeting, the chairperson of the board simply thanks everyone for attending.*

SAMPLE BOARD MEMBER JOB DESCRIPTION TOOL #23

Purpose: Aid board members in understanding their roles and responsibilities on the board.

How to use: Nominating/Board Development Committees include job description in materials given to prospective new board members. Hand out and review at new board member orientation.

DATE: [Indicate date the term begins]

TITLE: Member, Board of Directors

KEY RESPONSIBILITIES:

- Implement policies and procedures contained in the corporation's charter, bylaws, code of procedure, and chapter bylaws as established by the national Board of Governors; monitor the policies of the chapter's board of directors. Develop, monitor, and evaluate strategic plans and financial and human resources [paid and volunteer staff] to meet the needs of the chapter's jurisdiction.
- Contribute time and money to fundraising and membership enrollment campaigns.
- Approve and monitor budget system based on expected revenue and the needs of the chapter's jurisdiction.
- Monitor fiscal controls and ensure accountability.
- Monitor the management of Red Cross property, including acquisition and disposition.
- Ensure effective public relations for the Red Cross organization.
- Develop, monitor, and review human resources policies for paid and volunteer staff.

OBLIGATIONS:

- Attend board and committee meetings regularly.
- Review and question reports.
- Participate actively on the chapter board and at least one committee.
- Help raise funds and contribute personally.

ELECTED BY: Chapter membership

LENGTH OF TERM: Three-year term [may be elected for a second term]

TIME COMMITMENT: Two to five hours monthly for meetings; time required to represent the Red Cross in the community and financial development activities

REPORTS TO: Chapter Chairperson

SUPPORTED BY: Chapter Chairperson and Chapter Management Team

QUALIFICATIONS:

- Commitment to Red Cross mission and values.
- Knowledge of and influence within the community.
- Willingness to serve and contribute both time and money.

LEADERSHIP DEVELOPMENT OPPORTUNITIES:

- Red Cross Board Orientation
- Red Cross leadership materials
- Red Cross seminars and conferences
- State and regional councils, national committees, and national conventions

ADDITIONAL DUTIES:

I understand the responsibilities and obligations expected of me as a member of the Red Cross board of directors. I agree to serve for the term beginning _____ and ending _____. During that term I will actively and responsibly represent the Red Cross in the community.

Signature

Date

As chairperson of the Red Cross board of directors I understand my responsibility to honestly and fairly represent the responsibilities and obligations of board membership. I agree to provide ongoing communications and leadership to board members. I have met with _____ to discuss the terms of this job description.

Signature

Date

**Excerpted from The Work of a Chapter Board, GSD #A2355*

SAMPLE CHAIRPERSON JOB DESCRIPTION TOOL #24

Purpose: To provide incoming chapter chairperson with a description of the job.

How to Use: Nominating/Board Development Committee gives this to incoming chapter chairperson for review.

DATE: Indicate date the term begins

TITLE: Chairperson, Chapter Board of Directors

PURPOSE:

The chapter chairperson is the senior volunteer leader of the chapter who presides at all meetings of the board of directors, the Executive Committee, and the chapter's membership. The chairperson is an ex-officio member of all committees of the chapter. The chairperson oversees chapter implementation of corporate and local policies and ensures that appropriate administrative systems are established and maintained.

KEY RESPONSIBILITIES:

- Works with the chapter manager, officers of the board, and committee chairpersons to develop the agendas for board of directors meetings, and presides at these meetings.
- Appoints volunteers to key leadership positions, including positions as chairpersons of board committees and service committees.
- Supports the chapter's annual fund raising with his or her personal financial contribution. Recognizes his or her responsibility to set the example for other board members.
- Works with the board of directors and paid and volunteer leadership, in accordance with chapter bylaws, to establish and maintain systems for:
 - Planning the chapter's human and financial resources and setting priorities for future development
 - Reviewing the chapter's operational and service effectiveness and setting priorities for future development
 - Controlling fiscal affairs
 - Acquiring, maintaining, and disposing of chapter property
 - Maintaining a public relations program to ensure community involvement
 - Ensuring the ethical standards of the chapter

ELECTED BY: Chapter Board of Directors

LENGTH OF TERM: One-year term; may be elected to three terms

TIME COMMITMENT: Negotiable to meet requirements of the chapter

REPORTS TO: Chapter Board of Directors

SUPPORTED BY: Chapter Manager

QUALIFICATIONS:

- A commitment to the American Red Cross and its mission and values; an understanding of the Red Cross objectives, organization, services, and the responsibilities and relationships of paid and volunteer staff.
- Knowledge of and influence in the community.
- Ability to understand concepts and effectively articulate ideas.

BUDGET SUPPORT:

- Travel and maintenance
- Work space
- Telephone
- Postage
- Computer equipment, as appropriate
- Costs of conferences and convention

LEADERSHIP DEVELOPMENT OPPORTUNITIES:

- Building Chapter Leadership Teams training
- Red Cross conferences, seminars
- State/region councils, national committees, and national conventions

I understand the responsibilities and obligations expected of me as chairperson of the chapter board of directors. I agree to serve for the term beginning _____ and ending _____. During that term I will actively and responsibly represent the Red Cross in the community.

Signature

Date

As the chapter manager I understand my responsibility to support the work of the chapter chairperson and the chapter board of directors.

Signature

Date

**Excerpted from The Work of a Chapter Board, GSD # A2355*